

RicohPOR (Perkins Coie)

From: Will Patterson <Will@farlawfirm.com>
Sent: Friday, February 14, 2014 8:36 AM
To: Feldman, Stephen (Perkins Coie)
Subject: RE: Queen Ave. property, Albany, Oregon

I'm sorry to hear that. I hope everything turns out ok.

Will Patterson

[T] 503-546-4632 [F] 503-517-8204



farlawfirm.com

Folawn Alterman & Richardson LLP

Fox Tower
805 SW Broadway, Suite 2750
Portland, Oregon 97205

www.FARlawfirm.com

IRS CIRCULAR 230 DISCLOSURE: To ensure compliance with Treasury Department and IRS regulations, we inform you that, unless expressly indicated otherwise, any federal tax advice contained in this communication (including any attachments) is not intended or written by Folawn Alterman & Richardson LLP to be used, and cannot be used by the taxpayer, for the purpose of (i) avoiding penalties that may be imposed on the taxpayer under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein (or any attachments).

NOTICE: This communication may contain privileged or other confidential information. If you have received it in error, please advise the sender by reply email and immediately delete the message and any attachments without copying or disclosing the contents. Thank you.

From: Feldman, Stephen (Perkins Coie) [mailto:SFeldman@perkinscoie.com]
Sent: Friday, February 14, 2014 8:29 AM
To: Will Patterson
Subject: Re: Queen Ave. property, Albany, Oregon

Thanks, Will.

I will finalize and circulate an execution copy when I get into the office. I have to deal with a family matter right now, but I should be able to get you the execution copy by about 9:30. A draft of the separate escrow agreement should hopefully be waiting for you upon your return from your hearing.

From: Will Patterson [mailto:Will@farlawfirm.com]
Sent: Friday, February 14, 2014 08:23 AM Pacific Standard Time
To: Feldman, Stephen (Perkins Coie)
Subject: RE: Queen Ave. property, Albany, Oregon

Stephen,

Ignore my last email. "Construction-related" is fine. Let's get this signed.

Best regards,

Will Patterson

[T] 503-546-4632

[F] 503-517-8204



Folawn Alterman & Richardson LLP

Fox Tower
805 SW Broadway, Suite 2750
Portland, Oregon 97205

ATTORNEYS
[farlawfirm.com]

www.FARlawfirm.com[farlawfirm.com]

IRS CIRCULAR 230 DISCLOSURE: To ensure compliance with Treasury Department and IRS regulations, we inform you that, unless expressly indicated otherwise, any federal tax advice contained in this communication (including any attachments) is not intended or written by Folawn Alterman & Richardson LLP to be used, and cannot be used by the taxpayer, for the purpose of (i) avoiding penalties that may be imposed on the taxpayer under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein (or any attachments).

NOTICE: This communication may contain privileged or other confidential information. If you have received it in error, please advise the sender by reply email and immediately delete the message and any attachments without copying or disclosing the contents. Thank you.

From: Feldman, Stephen (Perkins Coie) [<mailto:SFeldman@perkinscoie.com>]
Sent: Friday, February 14, 2014 8:17 AM
To: Will Patterson
Subject: Re: Queen Ave. property, Albany, Oregon

What about inserting "construction-related" before "environmental remediation activities"?

From: Feldman, Stephen (Perkins Coie)
Sent: Friday, February 14, 2014 08:13 AM Pacific Standard Time
To: 'Will@farlawfirm.com' <Will@farlawfirm.com>
Subject: Re: Queen Ave. property, Albany, Oregon

The deal is scheduled to close today, but I understand your position. Let me review the proposed language. Stay tuned.

From: Will Patterson [<mailto:Will@farlawfirm.com>]
Sent: Friday, February 14, 2014 08:11 AM Pacific Standard Time
To: Feldman, Stephen (Perkins Coie)
Subject: RE: Queen Ave. property, Albany, Oregon

Stephen,

Under the agreement, there remains a possibility that the liens will not be released. Under paragraph 14, if payment is not received by February 28, 2014, River City will withdraw the lien releases. Unfortunately, our clients have serious trust issues, and I'm trying to take care of every possibility. Would you consider (proposed change underlined):

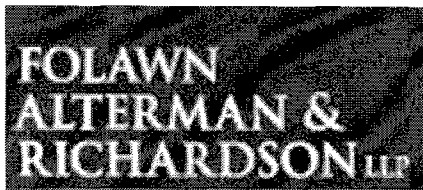
2. The United States Environmental Protection Agency required Owners to perform certain environmental remediation activities on the Property, including preparation of land and work on improvements, and Owners hired River City to perform those activities ...

Thanks,

Will Patterson

[T] 503-546-4632

[F] 503-517-8204



Folawn Alterman & Richardson LLP

Fox Tower
805 SW Broadway, Suite 2750
Portland, Oregon 97205

[\[farlawfirm.com\]](http://farlawfirm.com)

www.FARlawfirm.com[\[farlawfirm.com\]](http://farlawfirm.com)

IRS CIRCULAR 230 DISCLOSURE: To ensure compliance with Treasury Department and IRS regulations, we inform you that, unless expressly indicated otherwise, any federal tax advice contained in this communication (including any attachments) is not intended or written by Folawn Alterman & Richardson LLP to be used, and cannot be used by the taxpayer, for the purpose of (i) avoiding penalties that may be imposed on the taxpayer under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein (or any attachments).

NOTICE: This communication may contain privileged or other confidential information. If you have received it in error, please advise the sender by reply email and immediately delete the message and any attachments without copying or disclosing the contents. Thank you.

From: Feldman, Stephen (Perkins Coie) [\[mailto:SFeldman@perkinscoie.com\]](mailto:SFeldman@perkinscoie.com)

Sent: Friday, February 14, 2014 7:58 AM

To: Will Patterson

Subject: Re: Queen Ave. property, Albany, Oregon

Why does it matter that we align with the lien statute when the liens are being released as part of the settlement agreement?

From: Will Patterson [\[mailto:Will@farlawfirm.com\]](mailto:Will@farlawfirm.com)

Sent: Friday, February 14, 2014 05:49 AM Pacific Standard Time

To: Feldman, Stephen (Perkins Coie)

Subject: RE: Queen Ave. property, Albany, Oregon

Hi Stephen,

I sent an email to Jonathan about the Waste Xpress amount. I'm not sure when he wakes up, so it may be a few hours.

On the language for paragraph 2, I apologize on the suggestion of improvements. That would be incorrect. The concern behind the request is that we want to make sure that the language in the agreement aligns with the definition of "construction" within the lien statutes. Last night I confused improvements and construction. Perhaps "alterations" or "repairs" would be acceptable. The definition of "construction" is in ORS 87.005(2).

Best regards,

Will Patterson

[T] 503-546-4632

[F] 503-517-8204



ATTORNEYS
[\[farlawfirm.com\]](http://farlawfirm.com)

Folawn Alterman & Richardson LLP

Fox Tower
805 SW Broadway, Suite 2750
Portland, Oregon 97205

www.FARlawfirm.com[\[farlawfirm.com\]](http://farlawfirm.com)

IRS CIRCULAR 230 DISCLOSURE: To ensure compliance with Treasury Department and IRS regulations, we inform you that, unless expressly indicated otherwise, any federal tax advice contained in this communication (including any attachments) is not intended or written by Folawn Alterman & Richardson LLP to be used, and cannot be used by the taxpayer, for the purpose of (i) avoiding penalties that may be imposed on the taxpayer under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein (or any attachments).

* * * * *

NOTICE: This communication may contain privileged or other confidential information. If you have received it in error, please advise the sender by reply email and immediately delete the message and any attachments without copying or disclosing the contents. Thank you.

From: Feldman, Stephen (Perkins Coie) [\[mailto:SFeldman@perkinscoie.com\]](mailto:SFeldman@perkinscoie.com)
Sent: Friday, February 14, 2014 4:02 AM
To: Will Patterson
Subject: Fw: Queen Ave. property, Albany, Oregon

Will,

Can you please confirm with River City that the payment number provided by WastExpress is accurate.

Thanks,
Stephen

From: Arthur Marx [\[mailto:arthur@wastex.com\]](mailto:arthur@wastex.com)
Sent: Friday, February 14, 2014 12:02 AM Pacific Standard Time
To: Feldman, Stephen (Perkins Coie)
Cc: arthur@wastex.com <arthur@wastex.com>
Subject: RE: Queen Ave. property, Albany, Oregon

Mr. Feldman,

The total payoff amount for the Queen Ave. project as subcontractors for River City is \$85715, 59 good until Friday, Feb. 14th. If paid after Feb. 14 add \$38.23 interest per day charge until paid.

I presume from your phone call today it sounds as if funds for WastePress may be available tomorrow (Friday 2/14).

Let me know what I can do to facilitate the payment,

Thanks,

Arthur

From: Feldman, Stephen (Perkins Coie) [<mailto:SFeldman@perkinscoie.com>]
Sent: Thursday, February 13, 2014 4:46 PM
To: 'arthur@wastex.com'; 'journey@wastex.com'
Subject: Queen Ave. property, Albany, Oregon

Hi Arthur and Jeremy,

I am the attorney representing the owners of the above-referenced property. I am hoping that one of you could please call me as soon as possible, as we are trying to make arrangements to close on the sale of the property and to get Waste Express paid in the process. Time is of the essence.

Thanks,
Stephen

Stephen M. Feldman | Perkins Coie LLP
1120 N.W. Couch Street
Tenth Floor
Portland, OR 97209-4128
PHONE: 503.727.2058
FAX: 503.346.2058
E-MAIL: sfeldman@perkinscoie.com



Please consider the environment before printing this email. Thank you.

IRS CIRCULAR 230 DISCLOSURE: To ensure compliance with Treasury Department and IRS regulations, we inform you that, unless expressly indicated otherwise, any federal tax advice contained in this communication (including any attachments) is not intended or written by Perkins Coie LLP to be used, and cannot be used by the taxpayer, for the purpose of (i) avoiding penalties that may be imposed on the taxpayer under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein (or any attachments).

NOTICE: This communication may contain privileged or other confidential information. If you have received it in error, please advise the sender by reply email and immediately delete the message and any attachments without copying or disclosing the contents. Thank you.